

EXHIBIT 49

**REDACTED VERSION OF
DOCUMENT SOUGHT TO BE
SEALED**

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

WAYMO LLC,)
)
Plaintiff,)
vs.) Case No.
)
) 17-cv-00939-WHA
UBER TECHNOLOGIES, INC.;)
OTTOMOTTO, LLC; OTTO TRUCKING LLC,)
)
Defendants.)
)
)
)

HIGHLY CONFIDENTIAL-ATTORNEYS' EYES ONLY

UNDER THE PROTECTIVE ORDER
VIDEOTAPED DEPOSITION OF
GAETAN PENNECOT
San Francisco, California
Thursday, August 9, 2017
Volume IV

Reported by:
MARY J. GOFF
CSR No. 13427
Job No. 2675906
PAGES 479 - 763

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Highly Confidential Videotaped Deposition of
GAETAN PENNECOT, Volume IV, taken on behalf of
Plaintiff Waymo LLC, at Quinn Emanuel Urquhart &
Sullivan, LLP, 50 California Street, 22nd Floor, San
Francisco, California 94111m, beginning at
9:46 a.m. and ending at 6:52 p.m., on August 9,
2017, before MARY GOFF, Certified Shorthand Reporter
No. 13427.

1 [REDACTED] 01:59:09
2 Q What was he referring to? 01:59:11
3 A I think the valuation of Chauffeur. 01:59:17
4 Q Do you know what he meant by [REDACTED] [REDACTED] 01:59:21
5 [REDACTED]
6 A I don't know. 01:59:23
7 Q Did you respond to his text message? 01:59:24
8 A I didn't. 01:59:26
9 Q Did you talk to him about this? 01:59:27
10 A I may have. 01:59:29
11 Q And what did you talk about? 01:59:31
12 A I think I talked about fact that I 01:59:34
13 received my bonus at that time. 01:59:37
14 Q Do you have an idea of what 01:59:50
15 Mr. Levandowski is referring to here? 01:59:51
16 A I don't know. 01:59:55
17 Q Do you have any understanding what he's 01:59:57
18 talking about in Exhibit 537? 01:59:58
19 A I think he's talking about the valuation 02:00:01
20 of Chauffeur. 02:00:03
21 Q And what was going on with the valuation 02:00:04
22 of Chauffeur in October 2016? 02:00:07
23 A I have no clue. 02:00:09
24 Q So what's your basis to say -- well, okay. 02:00:10
25 After he sent this text message -- 02:00:16

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1	A	Yeah.	02:00:19
2	Q	-- did you call him?	02:00:19
3	A	I don't think so. I --	02:00:24
4	Q	And you didn't respond?	02:00:26
5	A	So Anthony at that time was in the -- in	02:00:29
6		the office, so I probably waited until he stopped	02:00:30
7		by.	02:00:35
8	Q	And what did you say?	02:00:36
9	A	I don't remember.	02:00:38
10	Q	What did he say?	02:00:39
11	A	I don't remember. I think I -- I	02:00:41
12		express -- so what probably triggered that text was	02:00:49
13		that I was very concerned at some point that I was	02:00:52
14		not going to get my bonus. Because my understanding	02:00:55
15		of the plan was that it was depending on the	02:01:00
16		valuation.	02:01:04
17		And I -- and the valuation [REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED] And I probably	02:01:11
20		expressed my concerns to Anthony at this point,	02:01:14
21		because I didn't have any understanding of the	02:01:16
22		Chauffeur plan. And I thought Anthony had a better	02:01:20
23		understanding than I did.	02:01:24
24	Q	So wait. Your understanding was that your	02:01:27
25		bonus six months after you left would be based on	02:01:29

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1 some subsequent valuation? 02:01:32

2 A Yes. So -- 02:01:35

3 Q Okay. Is that -- is that still your 02:01:35

4 belief today? 02:01:39

5 A This is my belief. 02:01:41

6 Q But when you chose to leave, I believe you 02:01:43

7 testified in one of your previous depositions that 02:01:53

8 you chose to leave because you thought [REDACTED] [REDACTED] 02:01:59

[REDACTED] [REDACTED]? 02:01:59

10 A So exactly. So like, [REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED] 02:02:11

14 Like, I had other concerns that were 02:02:12

15 bigger than that. But that was another way it was 02:02:15

16 indicating to making me leave. 02:02:18

17 Let's say [REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED] [REDACTED] [REDACTED]

[REDACTED] [REDACTED] Do you see what I mean? So -- 02:02:39

22 Q Okay. 02:02:46

23 A -- [REDACTED] [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED] 02:02:53

1 I, MARY J. GOFF, CSR No. 13427, Certified
2 Shorthand Reporter of the State of California,
3 certify;

4 That the foregoing proceedings were taken
5 before me at the time and place herein set forth, at
6 which time the witness declared under penalty of
7 perjury; that the testimony of the witness and all
8 objections made at the time of the examination were
9 recorded stenographically by me and were thereafter
transcribed under my direction and supervision; that
the foregoing is a full, true, and correct
10 transcript of my shorthand notes so taken and of the
11 testimony so given;

12 That before completion of the deposition,
13 review of the transcript () was (XX) was not
14 requested: () that the witness has failed or
refused to approve the transcript.

15 I further certify that I am not financially
16 interested in the action, and I am not a relative or
17 employee of any attorney of the parties, nor of any
18 of the parties.

19 I declare under penalty of perjury under the
20 laws of California that the foregoing is true and
21 correct, dated this 11th day of August 2017.

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MARY J. GOFF, CSR No. 13427